

UNITED STATES DISTRICT COURT  
DISTRICT OF MASSACHUSETTS

IN RE EPIX PHARMACEUTICALS, INC.  
SECURITIES LITIGATION

Civil Action  
No. 1:05-cv-10166-PBS

**DEFENDANTS' RESPONSE TO LEAD PLAINTIFF'S MOTION TO WITHDRAW  
AND REQUEST FOR DISMISSAL WITH PREJUDICE**

Defendants Epix Pharmaceuticals, Inc., Michael D. Webb, Peyton J. Marshall and Andrew Uprichard, ("Defendants") hereby respectfully respond to the "Motion of the Disciplined Growth Investors, Inc. And Compass Investors Limited Partnership To Withdraw As Lead Plaintiffs" ("Motion to Withdraw") as follows:

1. On January 27, 2005, H.D. Yorston commenced case number 1:05-cv-10166, styled *Yorston v. EPIX Pharmaceuticals, Inc. et al.*, the first-filed of the actions consolidated in the above-captioned action.

2. After Yorston published a notice of pendency, several competing motions for consolidation of these actions pursuant to Rule 42(a) of the Federal Rules of Civil Procedure and for appointment as lead plaintiff pursuant to Section 21D(a)(3)(B) of the Private Securities Litigation Reform Act of 1995 ("PSLRA") were filed on March 25, 2005.

3. During the pendency of these motions, all lead plaintiff movants and all named defendants, entered into a stipulation concerning the filing of a consolidated complaint, agreeing that a consolidated complaint would be filed within forty-five (45) days from the Court's resolution of motions for consolidation and for appointment of lead plaintiff.

4. On September 29, 2005, the Court entered electronically its Order dated September 27, 2005 appointing the Disciplined Growth Investors Group ("DGI") as lead plaintiff and approving DGI's selection of lead and local counsel.

5. Thereafter, on October 18, 2005, DGI's counsel requested (and Defendants assented to such request) that the Court grant an extension of time for DGI to file its consolidated complaint until December 9, 2005. *See*, Modified Stipulation and Proposed Order Re: Consolidated Complaint, Defendant's Response And Setting A Briefing Schedule (dated October 18, 2005). By Order entered on October 19, 2005, the Court granted DGI's request.

6. On the very day that DGI was to have filed its consolidated complaint, DGI instead filed its Motion to Withdraw. DGI acknowledged that its Motion to Withdraw enabled "interested parties to renew or otherwise pursue any request for appointment as lead plaintiff." *See*, Motion to Withdraw at 1.

7. To date, aside from a "Notice of Withdrawal of Lead Plaintiff Motion" having been filed by the Oklahoma Firefighters Pension & Retirement System on December 12, 2005, no interested party has taken any action in furtherance of prosecuting this action. In fact, to date no party has filed any response whatsoever to DGI's Motion to Withdraw.

8. Accordingly, in light of the absence of any action by any party to prosecute this litigation, Defendants respectfully request that the Court grant DGI's Motion to Withdraw and dismiss this action with prejudice for lack of prosecution.

Respectfully submitted,

/s/ John F. Sylvia

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Dated: December 27, 2005

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